

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION**

In re:	)	
	)	Chapter 11
	)	
<b>GEORGIA FLATTOP PARTNERS, LLC,</b>	)	Case No. 14-64286-BEM
	)	
Debtor.	)	
	)	
In re:	)	
	)	Chapter 11
	)	
<b>GREEN MOUNTAIN MANAGEMENT, LLC,<sup>1</sup></b>	)	Case No. 14-64287-BEM
	)	
Debtor.	)	
	)	

**DEBTORS' EMERGENCY MOTION FOR ORDER DIRECTING JOINT  
ADMINISTRATION OF RELATED CHAPTER 11 CASES**

Georgia Flattop Partners, LLC (“**Georgia Flattop**”) and Green Mountain Management, LLC (“**Green Mountain**,” and, together with Georgia Flattop, the “**Debtors**”) file this motion (the “**Motion**”) for an order directing the joint administration of the above-captioned cases for procedural purposes only. In support of the Motion, Debtors show as follows:

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<sup>1</sup> The last four digits of the employer identification number for each of the Debtors follow in parenthesis: (i) Green Mountain Management, LLC (0734) and (ii) Georgia Flattop Partners, LLC (3208). The Debtors’ mailing address is 3740 Davinci Court, Suite 460, Norcross, Georgia 30092.

## **I. JURISDICTION AND VENUE**

1. This Court has jurisdiction over these cases pursuant to 28 U.S.C. §§ 157 and 1334. Venue of these cases is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409. This Motion is a core proceeding pursuant to 28 U.S.C. § 157(b).

2. The predicate for the relief requested in this Motion is FED. R. BANKR. P. 1015(b).

## **II. GENERAL BACKGROUND**

3. On July 25, 2014 (the “**Petition Date**”), Debtors filed voluntary petitions with the United States Bankruptcy Court for the Northern District of Georgia, Atlanta Division (the “**Bankruptcy Court**”) under chapter 11 of the Bankruptcy Code.

4. Debtors have continued in possession of their properties and have continued to operate and manage their businesses as debtors-in-possession pursuant to 11 U.S.C. §§ 1107(a) and 1108.

5. As of the date of this filing, no official committee of unsecured creditors has been appointed in any of these cases, and no request has been made for the appointment of a trustee or examiner.

## **III. BASIS FOR RELIEF**

6. FED. R. BANKR. P. 1015(b) provides, in relevant part, that if “two or more petitions are pending in the same court by . . . a debtor and an affiliate, the court may order a joint administration of the estates.” Debtors are “affiliates” as that term is defined

in 11 U.S.C. § 101(2). Accordingly, this Court is authorized to grant Debtors' request to consolidate these cases for procedural purposes.

7. Joint administration of these cases is warranted. First, joint administration is appropriate because the Debtors operate under common ownership and as part of a larger enterprise. Because Debtors have creditors and other parties in interest in common, joint administration of these cases will avoid the preparation, replication, filing, and service, as applicable, of duplicative notices, applications, and orders, thereby saving Debtors and their estates considerable time and expense. Second, because Debtors only seek administrative consolidation of these cases—not substantive consolidation of the estates—creditors' rights will not be adversely affected. Each creditor may still file its claim against a particular estate.

8. Third, rather than adversely affect creditors, joint administration will keep all creditors and parties in interest apprised of all the various matters before the Court in these cases. The rights of all creditors, moreover, will be enhanced by the reduced costs that will result from the joint administration of these cases. Fourth, by maintaining a single docket, the Court also will be relieved of the burden of entering duplicative orders and maintaining duplicative files. Finally, supervision of the administrative aspects of these chapter 11 cases by the U.S. Trustee for the Northern District of Georgia will be simplified.

9. Debtors also request that the Court designate Case No. 14-64287-BEM as the lead case and that the caption of the cases be modified to reflect the joint administration of these chapter 11 cases, as follows:

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION**

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In re:

**GREEN MOUNTAIN  
MANAGEMENT, LLC, *et al.*,<sup>1</sup>**

Debtors.

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)  
) Chapter 11  
)  
) Case No. 14-64287-BEM  
)  
) (Jointly Administered)  
)  
)

<sup>1</sup> The last four digits of the employer identification number for each of the Debtors follow in parenthesis: (i) Green Mountain Management, LLC (0734) and (ii) Georgia Flattop Partners, LLC (3208). The Debtors' mailing address is 3740 Davinci Court, Suite 460, Norcross, Georgia 30092.

10. Debtors also seek the Court's authorization that a notation, substantially similar to the following notation, be entered on the docket of each of Debtors' cases to reflect the joint administration as follows:

An order has been entered in this case directing the procedural consolidation and joint administration of the Chapter 11 cases of Green Mountain Management, LLC and Georgia Flattop Partners, LLC. The docket in the case of Green Mountain Management, LLC, Case No. 14-64287-BEM should be consulted for all matters affecting this case.

11. Finally, Debtors seek authority to file their monthly operating reports required by the U.S. Trustee Operating Guidelines on a consolidated basis because:

(a) consolidated reports will further administrative economy and efficiency without

prejudice to any party in interest; and (b) the reports will accurately reflect Debtors' business operations and financial affairs.

12. Based on the foregoing, Debtors submit that the relief requested in this Motion is necessary and appropriate, is in the best interests of their estates and creditors, and should be granted in all respects.

#### **IV. NOTICE**

13. No trustee, examiner, or official committee of unsecured creditors has been appointed in any of Debtors' chapter 11 cases.

14. Notice of this Motion has been given to the following parties, or in lieu thereof, to their counsel: (a) the Office of the United States Trustee for the Northern District of Georgia; (b) Debtors' twenty (20) largest unsecured creditors (on a consolidated basis); (c) UMB Bank, N.A., as indenture trustee for the Solid Waste Disposal Revenue Bonds, Series 2010; (d) Nuveen Asset Management, LLC, as beneficial owner of all outstanding Solid Waste Disposal Revenue Bonds, Series 2010; (e) the Internal Revenue Service; (f) Wells Fargo Bank, N.A.; (g) The Piedmont Bank; (h) Tenth Street Fund II, L.P; (i) Debtors' other alleged secured creditors; and (j) all parties requesting notice under Bankruptcy Rule 2002. In light of the nature of the relief requested, Debtors respectfully submit that no further notice is necessary.

15. No previous request for the relief sought herein has been made by Debtors to this or any other court.

WHEREFORE, Debtors respectfully request that the Court enter an order granting the relief requested herein and granting Debtors such other and further relief as the Court deems just and proper.

Respectfully submitted this 28th day of July 2014.

ALSTON & BIRD LLP

/s/ Sage M. Sigler

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*Proposed Attorneys for Debtors and Debtors-  
in-Possession*

**EXHIBIT A**

**PROPOSED ORDER**





The Court has considered the Motion and the statements and arguments made at a hearing, if any, on the Motion. This Court has determined that the relief requested in the Motion is in the best interests of Debtors, their estates, creditors, and other parties in interest. Debtors gave due and proper notice of the Motion and the Court has determined that Debtors do not need to provide any additional or further notice of the Motion. The Court has determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted in this Order, and after due deliberation, and sufficient cause appearing therefor,

**IT IS ORDERED THAT:**

1. The Court grants the Motion.
2. The above-captioned Chapter 11 cases shall hereby be jointly administered by this Court in the case of Green Mountain Management, LLC, Case No. 14-64287, pursuant to FED. R. BANKR. P. 1015(b).
3. Nothing contained in this Order shall be deemed or construed as directing or otherwise effecting the substantive consolidation of the above-captioned cases.
4. The caption of the jointly administered cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION**

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In re:

**GREEN MOUNTAIN  
MANAGEMENT, LLC, *et al.*,<sup>1</sup>**

Debtors.

---

)  
) Chapter 11  
)  
) Case No. 14-64287-BEM  
)  
) (Jointly Administered)  
)  
)

<sup>1</sup> The last four digits of the employer identification number for each of the Debtors follow in parenthesis: (i) Green Mountain Management, LLC (0734) and (ii) Georgia Flattop Partners, LLC (3208). The Debtors' mailing address is 3740 Davinci Court, Suite 460, Norcross, Georgia 30092.

5. A docket entry shall be made in both of the above-captioned cases substantially as follows:

An order has been entered in this case directing the procedural consolidation and joint administration of the Chapter 11 cases of Green Mountain Management, LLC and Georgia Flattop Partners, LLC. The docket in the case of Green Mountain Management, LLC, Case No. 14-64287, should be consulted for all matters affecting this case.

6. This Court shall retain jurisdiction with respect to any matters, claims, rights, or disputes arising from or related to the implementation of this Order.

7. Debtors or their agent are directed to serve a copy of this Order on the applicable notice parties.

IT IS SO ORDERED, this the \_\_\_\_ day of July 2014.

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BARBARA ELLIS-MONRO  
UNITED STATES BANKRUPTCY JUDGE

**\*\*\* END OF ORDER \*\*\***

**Prepared and presented by:**

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